



1 Plaintiffs Terrence Zehrer, Andrew Fine, Tammy Federman SEP/IRA, and the Rosenfeld Family  
 2 Foundation, and John Votto (collectively the “Federal Plaintiffs”), Plaintiffs Tim Himstreet and Steven  
 3 Hill (collectively the “California Plaintiffs”), Apple Inc. (“Apple”) shareholders Augustin Sacks and  
 4 Gerard Bernales, who made a litigation demand on Apple’s board of directors (the “Demanding  
 5 Shareholders,” and collectively with the Federal Plaintiffs and California Plaintiffs, the “Plaintiffs”),  
 6 current and former defendants in *In re Apple Inc. Stockholder Derivative Litigation*, Case No. 4:19-cv-  
 7 05153-YGR and/or *In re Apple Inc. Stockholder Derivative Litigation*, Lead Case No. 19CV355213:  
 8 Timothy D. Cook; Luca Maestri; Craig Federighi; Arthur D. Levinson; Albert Gore, Jr.; Andrea Jung;  
 9 James A. Bell; Ronald D. Sugar; Robert A. Iger; and Susan L. Wagner (collectively, “Defendants”); and  
 10 nominal defendant Apple (Apple, Plaintiffs, and Defendants are collectively referred to as the “Parties”),  
 11 by and through their undersigned counsel, stipulate as follows:

12 WHEREAS, on March 1, 2024, the Plaintiffs filed an unopposed Motion for Preliminary Approval  
 13 of Settlement (Dkt. No. 70) and accompanying Stipulation and Agreement of Compromise, Settlement,  
 14 And Release (the “Settlement Agreement”) (Dkt. No. 71-1);

15 WHEREAS, on April 16, 2024, the Court held a hearing on Plaintiffs’ unopposed Motion for  
 16 Preliminary Approval of the Parties’ proposed settlement (the “April 16 hearing”);

17 WHEREAS, at the April 16 hearing, the Court expressed concern regarding certain language in the  
 18 Parties’ Settlement Agreement pertaining to released claims, specifically the use of the phrase “relate to”;

19 WHEREAS, on April 23, 2024, the Court issued an Order Granting Preliminary Approval of  
 20 Settlement And Setting Deadlines for Notice, Objection, And Final Fairness Hearing (the “Preliminary  
 21 Approval Order”) (Dkt. No. 81);

22 WHEREAS, the Court ordered notice to be sent to shareholders by May 7, 2024. Dkt. No. 81 at 7.

23 WHEREAS, in the Preliminary Approval Order, the Court reiterated its concern regarding the use  
 24 of the phrase “relate to” to define the scope of certain released claims under the Settlement Agreement,  
 25 noting that its “inclusion risks unnecessary litigation over the scope of the released claims.” Dkt. No. 81 at  
 26 4-5. The Court further noted that it would evaluate the Settlement Agreement fully at the Fairness and  
 27 Final Approval Hearing. *Id.* at 5.

WHEREAS, in light of the Court's comments at the April 16 hearing and in the Preliminary Approval Order, the Parties have executed an Amended Settlement Agreement which omits the "relate to" language as it pertains to released claims. The Parties have also added the relevant dates set forth in the Court's Preliminary Approval Order.

WHEREAS, the Amended Settlement Agreement, and exhibits thereto, are submitted herewith as Exhibit 1 to this Stipulation.

WHEREAS, redlines of the Amended Settlement Agreement, and exhibits thereto, reflecting changes from the Settlement Agreement previously submitted to the Court, are submitted herewith as Exhibit 2 to this Stipulation.

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the Parties, through their respective counsel of record, as follows:

1. In carrying out the plan of notice to shareholders that was previously approved by the Court in the Preliminary Approval Order, the Parties shall replace the previously-approved Settlement Agreement and exhibits thereto (Dkt. No. 71-1), including the Notice of Pendency and Proposed Settlement of Derivative Actions, with the Amended Settlement Agreement and exhibits thereto, which is attached to this Stipulation as Exhibit 1.

2. Nothing in this Stipulation shall alter the schedule for the Parties' Court-approved notice plan, or any other date set forth in the Court's Preliminary Approval Order.

**IT IS SO STIPULATED.**

Dated: April 30, 2024

ORRICK HERRINGTON AND SUTCLIFFE LLP  
JAMES N. KRAMER  
ALEXANDER K. TALARIDES

*/s/ James N. Kramer*  
JAMES N. KRAMER

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Counsel for Individual Defendants and nominal  
Defendant Apple Inc.

- 2 -

1 Dated: April 30, 2024

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3 /s/ Joel E. Elkins

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*Co-Lead Counsel for Plaintiffs*

22 I, James N. Kramer, am the ECF User whose ID and password are being used to file this  
23 Stipulation and [Proposed] Order Regarding Amended Stipulation of Settlement and Exhibits Thereto. In  
24 compliance with Civil L.R. 5-1(i), I hereby attest that concurrence in the filing of this document has been  
25 obtained from each of the other signatories.

27 /s/ James N. Kramer

28 JAMES N. KRAMER

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**PURSUANT TO STIPULATION, IT IS SO ORDERED.**

Dated: \_\_\_\_\_, 2024

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HONORABLE YVONNE GONZALEZ ROGERS  
UNITED STATES DISTRICT JUDGE